

Resumé: Standardized forms of concluding contracts in international trade

The contemporary international trade is defined by the standardized approach to commercial transactions. The purpose of my thesis is to analyse legal issues concerning contract formation by means of standardized legal forms in international trade.

Chapter One describes the development of standardization in international trade. It introduces and defines basic terminology covering standardized forms of contract formation: standard terms, standard clauses, boilerplate terms, form and model contracts and legal manuals.

Chapter Two addresses the process of contract formation under the United Nations Convention on Contracts for International Sale of Goods (CISG) in comparison with the regulation in the Principles of European Contract Law (PECL), Principles of International Commercial Contracts (UNIDROIT Principles, UPICC), Draft Common Frame of Reference (DCFR) and the Proposal for a Regulation of the European Parliament and of the Council on a Common European Sales Law (CESL). The emphasis is placed on the incorporation of standard terms into a contract, i.e. into an offer or an acceptance. It is followed by an analysis of the battle of forms and its possible solutions including last shot rule, first shot rule, knock-out rule and alternative approaches. The explanation is illustrated by the case law covering various countries and legal systems, which serves as an outline of diverse legal opinions.

Chapter Three is devoted to the issues of legal construction and control of the content of standard terms. Firstly, it offers a theoretical background for the discussion concerning the control of unfair contract terms in business transactions. Secondly, it explains specific methods of construction including a priority of individually negotiated contract terms and a *contra proferentem* rule.

Conclusions are drawn in the closing part which focuses on the summary of current issues and the discussion of prospective future changes.

As it has been proven throughout the thesis, standardized contract formation constitutes a decisive phenomenon in the contemporary international trade. Therefore, I suggest that more interest should be devoted to the issue in both academic and legislative framework. However, any proposed regulation should take into consideration its possible impacts on business environment.

Key words: international trade, standard terms, battle of forms.